

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11 Case No.  
: :  
MOTORS LIQUIDATION COMPANY, *et al.* : 09-50026 (REG)  
f/k/a General Motors Corp., *et al.* :  
: :  
Debtors. : (Jointly Administered)  
: :  
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**ORDER APPROVING CONSENT DECREE AND SETTLEMENT AGREEMENT  
BETWEEN THE GUC TRUST, THE UNITED STATES, AND THE STATE OF NEW  
YORK**

Upon the Motion, dated June 10, 2013 (the “**Motion**”), of the United States of America, jointly with the State of New York, for entry of an order approving that certain consent decree and settlement agreement (the “**NRD Consent Decree**”) by and between the United States of America (the “**United States**”), on behalf of the United States Department of the Interior (the “**DOI**”) the State of New York, and the GUC Trust, resolving proof of claim No. 64064 (and the superseding claim No. 71118) timely filed by the United States (the “**US NRD Claim**”), and proof of claim No. 50636 timely filed by the State of New York (the “**New York NRD Claim**”), as more fully described in the Motion; and due and proper notice of the Motion having been provided, and it appearing that no other or further notice need be provided; and the Court having found and determined that the relief sought in the Motion is fair, reasonable, and in the public interest, and furthers the goals of CERCLA, and having found and concluded that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the Motion is granted and the NRD Consent Decree is approved; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to this Order.

Dated: New York, New York

June 26, 2013

s/ Robert E. Gerber

UNITED STATES BANKRUPTCY JUDGE